

Hearing Date: October 19, 2006 at 10:00 A.M.
Objections Deadline: October 12, 2006 at 4:00 P.M.

GROOM LAW GROUP, CHARTERED
1701 Pennsylvania Avenue N.W., Suite 1200
Washington, D.C. 20006
Telephone: (202) 857-0620
Lonie A. Hassel
Special Employee Benefits Counsel for Debtors and Debtors In Possession

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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In re:	: Chapter 11
DELPHI CORPORATION, <u>et al.</u>,	: Case No. 05-44481 (RDD)
Debtors.	: (Jointly Administered)
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**NOTICE OF SECOND INTERIM APPLICATION OF GROOM LAW GROUP,
CHARTERED, AS SPECIAL EMPLOYEE BENEFITS COUNSEL FOR THE
DEBTORS, SEEKING ALLOWANCE OF COMPENSATION FOR
PROFESSIONAL SERVICES RENDERED AND FOR REIMBURSEMENT OF
ACTUAL AND NECESSARY EXPENSES INCURRED FROM
FEBRUARY 1, 2006 THROUGH MAY 31, 2006**

PLEASE TAKE NOTICE that on July 31, 2006, Groom Law Group, Chartered
("Groom") filed the Second Interim Application of Groom Law Group, Chartered, as Special
Employee Benefit Counsel for Debtors, Seeking Allowance of Fees for Professional Services
Rendered and Disbursements Incurred for the Period from February 1, 2006 through May 31,
2006 (the "Second Interim Fee Application").

PLEASE TAKE FURTHER NOTICE that a hearing to consider approval of Groom's
Second Interim Fee Application will be held on **October 19, 2006 at 10:00 A.M.** (Prevailing
Eastern Standard Time) before the Honorable Robert D. Drain, United States Bankruptcy Court
for the Southern District of New York, One Bowling Green, Room 610, New York, New York
10004.

PLEASE TAKE FURTHER NOTICE that responses to Groom's Second Interim Fee Application, if any, must (a) be in writing, (b) conform to all applicable Rules and Orders, (c) be filed with the Bankruptcy Court in accordance with General Order M-242 (as amended) – registered users of the Bankruptcy Court's case filing system must file electronically, and all other parties-in-interest must file on a 3.5 inch disk (preferably in Portable Documents Format (PDF), Word-Perfect, or any other Windows-based word processing format, (d) be submitted in hard copy form directly to the chambers of the Honorable Robert D. Drain, United States Bankruptcy Court Judge, and (e) be served upon (i) Groom Law Group, Chartered, 1701 Pennsylvania Avenue, NW, Washington, D.C. 20006 (Att'n: Lonie A. Hassel, Esq.), (ii) Delphi Corporation, 5725 Delphi Drive, Troy Michigan 48098 (Att'n: David M. Sherbin, Vice President and General Counsel), (iii) counsel to the Debtors, Skadden, Arps, Slate, Meagher & Flom LLP, 333 West Wacker Drive, Suite 2100, Chicago, Illinois 60606 (Att'n: John Wm. Butler, Jr.), (iv) counsel for the agent under the Debtors' prepetition credit facility, Simpson Thacher & Bartlett LLP, 425 Lexington Avenue, New York, New York 10017 (Att'n: Kenneth S. Ziman and Marissa Wesley), (v) counsel for the agent under the postpetition credit facility, Davis Polk & Wardwell, 450 Lexington Avenue, New York, New York 10017 (Att'n: Marlane Melican), (vi) counsel for the Official Committee of Unsecured Creditors, Latham & Watkins LLP, 885 Third Avenue, New York, New York 10022 (Att'n: Robert J. Rosenberg and Mark A. Broude), (vii) counsel for the Committee of Equity Security Holders, Fried, Frank, Harris, Shriver & Jacobson, LLP, One New York Plaza, New York, New York 10004 (Att'n: Bonnie Steingart), (viii) the following members of the Joint Fee Review Committee: Delphi Corporation, 5725 Delphi Drive, Troy, Michigan 48098 (Att'n: John D. Sheehan, Vice President & Chief Restructuring Officer) and GE Plastics, Americas, 9930 Kincey Avenue, Huntersville, NC 28078 (Att'n: Valeria

Venable, Credit Manager), and (ix) the Office of the United States Trustee for the Southern District of New York, 33 Whitehall Street, Suite 2100, New York, New York 10004 (Att'n: Alicia M. Leonhard), in each case so as to be **received** no later then **4:00 P.M.** (Prevailing Eastern Standard Time) on **October 12, 2006**.

PLEASE TAKE FURTHER NOTICE that only those objections made as set forth herein and in accordance with the Case Management Order will be considered by the Bankruptcy Court at the Hearing. If no objections to Groom's Second Interim Fee Application are timely filed and served in accordance with the procedures set forth herein and in the Case Management Order, the Bankruptcy Court may enter an order granting the Second Interim Fee Application without further notice.

Dated: Washington, D.C.
July 31, 2006

Respectfully submitted,

/s/ Katherine S. Kamen

Katherine S. Kamen

Lonie A Hassel

GROOM LAW GROUP, CHARTERED

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SPECIAL EMPLOYEE BENEFITS COUNSEL
FOR THE DEBTORS AND DEBTORS-IN-
POSSESSION

CERTIFICATE OF SERVICE

I hereby certify that on July 31, 2006, a true and correct copy of the foregoing Notice of Second Interim Fee Application of Groom Law Group, Chartered was served via overnight delivery service, to:

David Sherbin
General Counsel
Delphi Corporation
5725 Delphi Drive
Troy, MI 48098

Delphi Corporation

John Wm. Butler, Jr.
Skadden, Arps, Slate, Meagher & Flom,
LLP
333 West Wacker Drive, Ste. 2100
Chicago, IL 60606

Counsel for Debtors

Alicia M. Leonhard
The Office of the U.S. Trustee for the
Southern District of New York
33 Whitehall, Ste. 2100
New York, NY 10004

United States Trustee

Bonnie Steingart
Fried, Frank, Harris, Shriver & Jacobson,
LLP
One New York Plaza
New York, NY 10004

**Counsel for the Committee of Equity
Security Holders**

Kenneth S. Ziman and Marissa Wesley
Simpson Thacher & Bartlett, LLP
425 Lexington Avenue
New York, New York 10017

**Counsel for the Agent Under the Debtors'
Prepetition Credit Facility**

John D. Sheehan
Vice President & Chief Restructuring
Officer
Delphi Corporation
5725 Delphi Drive
Troy, MI 48098

Valeria Venable
GE Plastics, Americas Credit Manager
GE Plastics, Americas
9930 Kincey Avenue
Huntersville, NC 28078

**Members of the Joint Fee Review
Committee**

Robert J. Rosenberg and Mark A. Broude
Latham & Watkins, LLP
885 Third Avenue
New York, NY 10022-4802

**Counsel for the Official Committee of
Unsecured Creditors**

Marlene Melican
Davis Polk & Wardell
450 Lexington Avenue
New York, NY 10017

**Counsel for the Agent Under the Debtors'
Postpetition Credit Facility**

I hereby certify that on July 31, 2006, a notice of the foregoing Notice of Second Interim Fee Application of Groom Law Group, Chartered was served via electronic notice to the persons listed on the Delphi Corporation Master Service List and the Delphi Corporation 2002 List.

/s/ Lonie A. Hassel
Lonie A. Hassel, Esq.
GROOM LAW GROUP, CHARTERED